

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ERIC R. BAHE, Custodian, CGM Roth
Conversion IRA,

Plaintiff,

v.

FRANKLIN/TEMPLETON DISTRIBUTORS,
INC., FRANK T. CROHN, BURTON J.
GREENWALD, CHARLES RUBENS II,
LEONARD RUBIN and WILLIAM J. LIPPMAN,

Defendants, and

FRANKLIN BALANCE SHEET INVESTMENT
FUND,

Nominal Defendant.

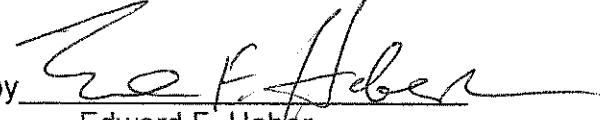
Civil Action No. 04 -11195 (MLW)

**Rule 41(a)(ii)
Stipulation of Dismissal**

The above-titled action is hereby dismissed, with prejudice to the Plaintiff, Eric R. Bahe, Custodian, CGM Roth Conversion IRA, and without prejudice to the Nominal Defendant Franklin Balance Sheet Investment Fund, and any shareholders of the Franklin Balance Sheet Investment Fund other than the Plaintiff, Eric R. Bahe, Custodian, CGM Roth Conversion IRA, and without costs to any party, pursuant to Rule 41(a)(ii), Fed. R. Civ. P.

Dated: May 4, 2006

Shapiro Haber & Urmy LLP

by 
Edward F. Haber

53 State Street
Boston, Massachusetts 02109
Tel. (617) 439-3939
Fax (617) 439-0134

Attorneys for Plaintiff

Pollack & Kaminsky

by 
Daniel A. Pollack

114 West 47th Street
New York, New York 10036
Tel. (212) 575-4700
Fax (212) 575-6560

Attorneys for All Defendants

So Ordered:

U.S.D.J.

Certificate of Service

I hereby certify that this document, filed through the ECF system, will be sent electronically to the registered participants as identified on the Notice of Electronic Filing ("NEF") and paper copies will be sent to those indicated as non-registered participants on the 4th day of May, 2006.

/s/ Edward F. Haber
Edward F. Haber